IN THE UNITED STATES DISTRICT COURT FOR THE DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, et al.

Debtors.¹

PROMESA Title III

No. 17 BK 3283-LTS

(Jointly Administered)

NOTICE OF FILING OF CORRECTED VERSION
OF THE JOINDER BY AUTONOMY CAPITAL TO INFORMATIVE
MOTION AND RESERVATION OF RIGHTS BY AURELIUS CAPITAL
MANAGEMENT, LP, ON BEHALF OF THE FUNDS AND ENTITIES IT MANAGES
OR ADVISES, AND NOT IN ITS INDIVIDUAL CAPACITY

PLEASE TAKE NOTICE that, on March 22, 2019, Autonomy Capital (Jersey) LP, on behalf of certain of its affiliated investment funds ("<u>Autonomy</u>"), by and through its undersigned counsel, filed the *Joinder by Autonomy Capital to Informative Motion and Reservation of Rights* by Aurelius Capital Management, LP, on Behalf of the Funds and Entities it Manages or

The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283- LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Advises, and Not in its Individual Capacity [Case No. 17-3283, ECF No. 5987] (the "Joinder to Informative Motion and Reservation of Rights").

PLEASE TAKE FURTHER NOTICE that, to correct errors in the title of the document, Autonomy has filed a corrected version of the Joinder to Informative Motion and Reservation of Rights (the "Corrected Joinder to Informative Motion and Reservation of Rights"), a copy of which is attached hereto as Exhibit A.

PLEASE TAKE FURTHER NOTICE that a redline comparing the Corrected Joinder to Informative Motion and Reservation of Rights against the Joinder to Informative Motion and Reservation of Rights is attached hereto as **Exhibit B**.

PLEASE TAKE FURTHER NOTICE that copies of all documents filed in these title III Cases are available (a) free of charge by visiting https://cases.primeclerk.com/puertorico or by calling +1 (844) 822-9231, and (b) on the Court's website at http://www.prd.uscourts.gov, subject to the procedures and fees set forth therein.

Dated March 25, 2019 New York, New York Respectfully submitted,

LATHAM & WATKINS LLP

/s/ Adam Goldberg_____

Adam J. Goldberg, Esq. (*pro hac vice*) 885 Third Avenue New York, New York 10022 Telephone: (212) 906-1200

Facsimile: (212) 751-4864 E-mail: adam.goldberg@lw.com

and

Jeffrey E. Bjork (*pro hac vice*) 355 South Grand Avenue, Suite 100 Los Angeles, California 90071 Telephone: (213) 485-1234 Facsimile: (213) 891-8763 E-mail: jeff.bjork@lw.com

and

By: /s/ J. Ramón Rivera Morales
J. Ramón Rivera Morales
JIMÉNEZ, GRAFFAM & LAUSELL
USDC-PR Bar No. 200701
PO Box 366104
San Juan, PR 00936-6104
Telephone: (787) 767-1030

Facsimile: (787) 751-4068 E-Mail: rrivera@jgl.com

Attorneys for Autonomy Capital (Jersey) L.P.

CERTIFICATE: I hereby certify that on this date, we electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notice electronically to all counsel of record and will provide hard copies to the Court and the United States Trustee as soon as practical after the filing of the foregoing, consistent with the Court's January 23, 2019 Eighth Amended Case Management Order, Docket No. 4866-1

By: /s/ J. Ramón Rivera Morales
J. Ramón Rivera Morales
JIMÉNEZ, GRAFFAM & LAUSELL
USDC-PR Bar No. 200701
PO Box 366104
San Juan, PR 00936-6104
Telephone: (787) 767-1030
Facsimile: (787) 751-4068

E-Mail: rrivera@jgl.com

CORRECTED VERSION

IN THE UNITED STATES DISTRICT COURT FOR THE DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, et al.

Debtors.²

PROMESA Title III

No. 17 BK 3283-LTS

(Jointly Administered)

CORRECTED JOINDER BY AUTONOMY CAPITAL TO INFORMATIVE MOTION AND RESERVATION OF RIGHTS BY AURELIUS CAPITAL MANAGEMENT, LP, ON BEHALF OF THE FUNDS AND ENTITIES IT MANAGES OR ADVISES, AND NOT IN ITS INDIVIDUAL CAPACITY

Autonomy Capital (Jersey) LP, on behalf of certain of its affiliated investment funds ("Autonomy"), by and through its undersigned counsel respectfully submits this Joinder to the Informative Motion and Reservation of Rights by Aurelius Capital Management, LP, on Behalf of

The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283- LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

the Funds and Entities it Manages or Advises, and Not in its Individual Capacity [ECF No. 5977] (the "Reservation of Rights"), and respectfully states as follows:

- 1. Autonomy agrees that all actions taken by the current Financial Oversight and Management Board for Puerto Rico, José B. Carrión III, Andrew Biggs, Carlos M. García, Arthur J. González, Ana J. Matosantos, José R. González, and David A. Skeel (collectively, the "Board")—whether past or future—are constitutionally invalid.
- 2. Accordingly, Autonomy joins in and incorporates by reference the arguments set forth in the Reservation of Rights.
- 3. Autonomy reserves all rights to challenge any and all actions taken by the unconstitutionally appointed Board as void *ab initio*. Any participation by Autonomy in the Title III proceedings should not be interpreted as conceding the validity of any Board action.

[Remainder of page intentionally left blank.]

Dated March 25, 2019 New York, New York

LATHAM & WATKINS LLP

By: /s/ Adam Goldberg

Adam J. Goldberg (*pro hac vice*) Christopher Harris (*pro hac vice*) 885 Third Avenue New York, New York 10022 Telephone: (212) 906-1200 Facsimile: (212) 751-4864

E-mail: adam.goldberg@lw.com christopher.harris@lw.com

and

Jeffrey E. Bjork (pro hac vice) 355 South Grand Avenue, Suite 100 Los Angeles, California 90071 Telephone: (213) 485-1234 Facsimile: (213) 891-8763 E-mail: jeff.bjork@lw.com

and

By: /s/ J. Ramón Rivera Morales
J. Ramón Rivera Morales
JIMÉNEZ, GRAFFAM & LAUSELL
USDC-PR Bar No. 200701
PO Box 366104
San Juan, PR 00936-6104
Telephone: (787) 767-1030
Facsimile: (787) 751-4068

Attorneys for Autonomy Capital (Jersey) L.P.

I HEREBY CERTIFY that on this same date I electronically filed the foregoing with the Clerk of the Court using CM/ECF system which will send electronic notification of such filing to all counsel of record, and service of hard copies consistent with the Amended Case Management Order.

E-Mail: rrivera@jgl.com

Dated March 22, 2019

By: /s/ *J. Ramón Rivera Morales*J. Ramón Rivera Morales

CORRECTED VERSION

IN THE UNITED STATES DISTRICT COURT FOR THE DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, et al.

Debtors.³

PROMESA Title III

No. 17 BK 3283-LTS

(Jointly Administered)

CORRECTED JOINDER BY AUTONOMY CAPITAL TO INFORMATIVE MOTION AND RESERVATION OF RIGHTS BY AURELIUS CAPITAL MANAGEMENT, LP, ON BEHALF OF THE FUNDS AND ENTITIES IT MANAGES OR ADVISES, AND NOT IN ITS INDIVIDUAL CAPACITY

Autonomy Capital (Jersey) LP, on behalf of certain of its affiliated investment funds ("Autonomy"), by and through its undersigned counsel respectfully submits this Joinder to the Informative Motion and Reservation of Rights by Aurelius Capital Management, LP, on Behalf of

The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283- LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

the Funds and Entities it Manages or Advises, and Not in its Individual Capacity [ECF No. 5977] (the "Reservation of Rights"), and respectfully states as follows:

- 4. Autonomy agrees that all actions taken by the current Financial Oversight and Management Board for Puerto Rico, José B. Carrión III, Andrew Biggs, Carlos M. García, Arthur J. González, Ana J. Matosantos, José R. González, and David A. Skeel (collectively, the "Board")—whether past or future—are constitutionally invalid.
- 5. Accordingly, Autonomy joins in and incorporates by reference the arguments set forth in the Reservation of Rights.
- 6. Autonomy reserves all rights to challenge any and all actions taken by the unconstitutionally appointed Board as void *ab initio*. Any participation by Autonomy in the Title III proceedings should not be interpreted as conceding the validity of any Board action.

[Remainder of page intentionally left blank.]

Dated March -25, 2019 New York, New York

LATHAM & WATKINS LLP

By: /s/ Adam Goldberg

Adam J. Goldberg (*pro hac vice*) Christopher Harris (*pro hac vice*) 885 Third Avenue New York, New York 10022 Telephone: (212) 906-1200 Facsimile: (212) 751-4864

E-mail: adam.goldberg@lw.com christopher.harris@lw.com

and

Jeffrey E. Bjork (pro hac vice) 355 South Grand Avenue, Suite 100 Los Angeles, California 90071 Telephone: (213) 485-1234 Facsimile: (213) 891-8763 E-mail: jeff.bjork@lw.com

and

By: /s/ J. Ramón Rivera Morales
J. Ramón Rivera Morales
JIMÉNEZ, GRAFFAM & LAUSELL
USDC-PR Bar No. 200701
PO Box 366104
San Juan, PR 00936-6104
Telephone: (787) 767-1030
Engaimile: (787) 751, 4068

Facsimile: (787) 751-4068 E-Mail: rrivera@jgl.com

Attorneys for Autonomy Capital (Jersey) L.P.

I HEREBY CERTIFY that on this same date I electronically filed the foregoing with the Clerk of the Court using CM/ECF system which will send electronic notification of such filing to all counsel of record, and service of hard copies consistent with the Amended Case Management Order.

Dated March 22, 2019

By: /s/ *J. Ramón Rivera Morales*J. Ramón Rivera Morales